

PO00000045694

DONALD B. DEMPSEY, JR.

Attorney at Law

101 North Woodland Boulevard
Suite 200
DeLand, Florida 32720

DeLand (904) 738-1159
Daytona (904) 239-7009
Fax (904) 736-3277

April 17, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
2000 MAY -8 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

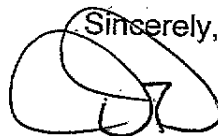
Re: Haaland Seafood, Inc.

Dear Sir:

900003242689--3
-05/08/00-01006--023
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation a check for \$78.75, representing the fee for filing fee and certified copy. Please return the certified copy as soon as possible.

If you have any questions, please contact our offices.

Sincerely,


Donald B. Dempsey, Jr.

DED/dd
Enclosures

W-10499
BC

ARTICLES OF INCORPORATION
OF
HAALAND SEAFOOD, Inc.

FILED
2000 MAY -8 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is HAALAND SEAFOOD, Inc.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation by the Department of State.

ARTICLE III. GENERAL PURPOSE

This corporation is organized for the purpose of distribution of crabs and assorted seafood for the purpose of transacting or engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$ 10 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. THE PRINCIPAL MAILING OFFICE AND
INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the principal office and initial registered office of this corporation is:

Street Address: 1395 McKay St.
Barberville, Florida 32105

Mailing Address: P.O. 85
Barberville, Florida 32105

and the name of the initial registered agent of this corporation at this address is:

Sue Haaland

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SUE HAALAND	115 Temple St. DeLand, Florida 32720

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SUE HAALAND	115 Temple St. DeLand, Florida 32720

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 14th day of April, 2000.

Sue Haaland
SUE HAALAND, Subscriber

STATE OF FLORIDA
COUNTY OF VOLUSIA


I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 14th day of, 2000.

Dana P. Dempsey
Notary Public, State of Florida

(NOTARIAL SEAL)

My Commission Expires:

 Dana P Dempsey
My Commission CC877132
Expires October 5, 2003

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscribers of HAALAND SEAFOOD, Inc., hereby designate the following individual as registered agent for this corporation:

SUE HAALAND
115 Temple St.
DeLand, Florida 32720

Sue Haaland
SUE HAALAND, Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of HAALAND SEAFOOD, Inc.

DATED this 14th day of April, A.D. 2000.

Sue Haaland
SUE HAALAND

FILED
2000 MAY -8 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA